

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT  
Pursuant To Section 13 OR 15(d) Of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 05, 2017

**CENTRA TECH INC.**

(Exact name of registrant as specified in charter)

**Delaware** **000-189092384**

(State or other jurisdiction of incorporation or organization) (Commission File Number)

**NOT FOR PUBLIC RELEASE**

Centra Tech, INC.  
1201 Orange St STE 600 One Commerce  
Center  
Wilmington, DE **19801**

(Address of principal executive offices) (Zip Code)

**(800) 339-1554**  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

#### **FORWARD-LOOKING STATEMENTS**

This Form 8-K and other reports filed by Registrant from time to time with the Securities and Exchange Commission (collectively the "Filings") contain or may contain forward-looking statements and information that are based upon beliefs of, and information currently available to, Registrant's management as well as estimates and assumptions made by Registrant's management. When used in the filings the words "anticipate", "believe", "estimate", "expect", "future", "intend", "plan" or the negative of these terms and similar expressions as they relate to Registrant or Registrant's management identify forward-looking statements. Such statements reflect the current view of Registrant with respect to future events and are subject to risks, uncertainties, assumptions and other factors relating to Registrant's industry, Registrant's operations and results of operations and any businesses that may be acquired by Registrant. Should one or more of these risks or uncertainties materialize, or should the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, expected, intended or planned.

Although Registrant believes that the expectations reflected in the forward-looking statements are reasonable, Registrant cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law, including the securities laws of the United States, Registrant does not intend to update any of the forward-looking statements to conform these statements to actual results.

##### **Item 1.01. Events**

CentraTech announces that through its rewards-based unit, Utility Token measures allow, that it is in the process of introducing smart contracts and native Tokens based on Ethereum and Bitcoin blockchain for constructive CentraTech projects pursuant for their respective businesses. Introduction of the blockchains will proceed with Initial Con Offerings (ICO) for the respective applications tailored for each company. We view the CentraTech platform as a stable and reliable medium for our project to launch. We are planning to introduce blockchain technologies with respective Tokens to disrupt the current industry's concerns with banking and seed to sale.

The amount of money being raised through ICOs has quintupled since last year. Close to a billion dollars has been raised so far through very successful ICOs. We feel that the need for a rewards-based card is present, evidenced by the launch of this project.

##### **Item 2.01 Unregistered Sales of Non-Equity Securities.**

During the time of Quarter 3, 2017 the Registrant offered as a source of contribution for its project a wallet and CTR on the Bitcoin blockchain. The CTR operates peer to peer and no brokers or intermediaries are involved in transactions. Transactions, in this case, are exchanges of the Registrant's token volume for the Counterparty Cryptocurrency CTR.

The shareholder previously sent to the Registrant certificate number 1797 which represents 2,000,000 shares issued on 08/01/2017, which were issued pursuant to a Registration A Offering on 07/20/2011. This certificate was signed, notarized and sent to the Registrant, where it is being held. The shares have never been traded on any other market.

On several days throughout Quarter(3) and Quarter(4), certain press releases were issued by the president and staff of the Registrant after meetings and authorization by the sole director of the Registrant.

These press release involved the cryptocurrency options, the mentioning of an Initial Coin Offering "ICO", the mentioning of trading on a Decentralized or blockchain market called the CTR and over 60 additional phrases in

regard to cryptocurrency. The Registrant has certified these occurrences and concurrently verified with legal counsel.

The SEC has determined that some cryptocurrencies that are presented to the public in an ICO may be deemed securities and therefore would fall under the purview of the SEC. The Registrant has reviewed these measures and verified with counsel that their proceedings do not fall under this purview. While proceeding as a non-acknowledgment, the Registrant plans to file a Form D to certified a non-security status with the SEC in an effort to dispose the Registrants standing.

The Registrant's usage of the phrase "fully compliant with the SEC" means that it will only issue, consult with an issuer or promote an issuer of coins (cryptocurrencies) in an ICO, pursuant to a securities registration or exemption from registration as mentioned to seek in the Form D.

This above statement is only in reference to offerings that would be made to US citizens.

In regards to the securities of the Registrant trading or being tracked on the Decentralized Exchange Market - CTR, which is on the Bitcoin blockchain, the State of Delaware, in which the Registrant is incorporated, has passed a law allowing for eligible, legal shares to be traded on said blockchain and any blockchain. The Registrant warrants this law in the day-to-day operation of duties.

The Registrant plans to retain the private keys of any restricted shares it may issue in the future so that these shares cannot be acquired by non-accredited investors. The Registrant will only allow shares to be entered upon the CTR that was obtained from a public offering that was properly registered or exempt from registration.

The Registrant has not used the CTR for a public offering and is involved, is so far as to facilitate the transfer of shares to the duly authorized cryptocurrency wallet of customers that have removed their shares from any and all other markets, have indisputable proof of ownership and have duly authorized the transfer of said shares to CTR..

Regarding the press release that described rewards, the Registrant is in the position to pay out rewards in the cryptocurrency or in additional perks pursuant to its card project.

Alternately, ICO's may institute in other countries, that are not under the jurisdiction of the United States and would therefore not be offered to US citizens.

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

**Centra Tech, INC.**  
(Legal Counsel & Authority)

By /s/



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Name: Gregory Eric. A. Pope  
Title: Senior Litigator, Pope & Dunn, PLLC  
Date: September 10, 2017